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Claudette Jones  
2601 N.W. 3rd Street  
Pompano Beach, FLA  
33069

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NEW FILINGS	
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	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
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SECRETARY OF STATE  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 11, 1998

CLAUDETTE JONES  
2601 N.W. 3RD ST.  
POMPANO BEACH, FL 33069

SUBJECT: YOUNG WOMEN OF CHOICE CULTURAL ENRICHMENT  
CENTER, INC.  
Ref. Number: W98000003070

We have received your document for YOUNG WOMEN OF CHOICE CULTURAL ENRICHMENT CENTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6878.

John Nedeau  
Document Specialist

Letter Number: 598A00007848

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

YOUNG WOMEN OF CHOICE CULTURAL ENRICHMENT CENTER, INC.

(A Florida "Not for Profit" Corporation)

The undersigned, acting as Incorporator of a corporation under Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I  
NAME AND ADDRESS

Section 1: The name of the corporation is:

YOUNG WOMEN OF CHOICE CULTURAL ENRICHMENT CENTER, INC.

Section 2: The principal office of the corporation is located at:

2601 NW 3rd Street, Pompano Beach,  
Florida 33069

Section 3: The mailing address of the corporation is:

2601 NW 3rd Street, Pompano Beach,  
Florida 33069

ARTICLE II  
NAME AND ADDRESS OF REGISTERED AGENT

Section 1. The name of the initial Registered agent of the corporation is:

Elder Joseph D. Franklin, II.

Section 2. The initial address of this Registered Agent is:

4100 N.W. Miami Ave  
1600 NW 14th Ave  
Fort Lauderdale, Fl 33311  
Miami FLA 33127

ARTICLE III  
DURATION

Section 1. The period of duration is perpetual. The corporation is organized pursuant to the "Not for Profit" corporation laws of the State of Florida.

ARTICLE IV  
MEMBERS

Section 1. The qualification for members and the manner of their admission shall be regulated by the By-Laws.

ARTICLE V  
BOARD OF DIRECTORS

Section 1. There shall be 7 Directors on the initial Board of Directors.

Section 2. The method of election of the Board of Directors shall be stated in the By-Laws.

Section 3. The names and Addresses of the initial Board of Directors are:

1. Claudette L. Jones, President  
2601 N. W. 3 Street  
Pompano Beach, Florida 33069
2. Judy Collins Taylor, Vice President  
1609 N. W. 14 Avenue  
Ft. Lauderdale, Florida 33311
3. Derek A. Brown, Director  
1575 Boston Avenue, Apt D3  
Bridgeport, Ct.
4. Pastor Willie Alexander L.M.F.T. Director  
4200 N. W. 16 Street  
Ft. Lauderdale, Florida 33313
5. Dr. Joseph Smith, Director  
1445C N. W. 40 Avenue  
Ft. Lauderdale, Florida 33313
6. Pastor Otis Kemp, Director  
1711 N. W. 38 Avenue  
Lauderhill, Florida 33313
7. Mr. Willie J. London, Director  
2501 N. W. 11 Street  
Ft. Lauderdale, Florida 33311

ARTICLE VI  
PURPOSE

Section 1. The purpose of this organization is to serve as a group home for troubled girls who need special care and supervision until they can begin the readjustment process back to society.

Section 2. To provide counseling, instructions, referral support and any and all necessary programs to affect the proper operation.

B. To expand the opportunities available to said residents and groups to obtain adequate low-cost housing accommodations by constructing, rehabilitating, and providing decent, safe and sanitary housing in the target area(s) for persons and families of low-income who otherwise would not be able to find or to afford a suitable place to live. It is the purpose of the corporation thereby to secure the basic human needs of decent shelter and to thus lessen the burdens of government and to promote the social welfare. To provide such housing rehabilitation of existing substandard buildings and construction management of new facilities in the place of blighted structures of blighted vacant sites for the purpose of combating the deterioration of the community and by contributing to its physical improvement. Nothing in this descriptive purpose is intended to preclude this organization from forming a CDC (Community Development Corporation) and/or CHDO (Community Housing Development Organization).

C. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

D. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institutions, foundations, or governmental bureaus, departments or agencies.

E. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

Section 2. None of the purposes for which this organization is formed shall be conducted in such a manner as to conflict with the rules and regulations governing non profit organizations and the Statutes and Laws of the State of Florida and any inconsistency in IRS Bulletin #557 and the guidelines for monitoring non profit organizations which emphasizes doing business in the manner the public expects it to and to not violate the "doctrine" of the organization included in the Articles of Incorporation and the By-Laws to same.

Section 3. The purposes of this this organization will always be stressed and governed by the minutes of the meetings of this organization and by the By-Laws and actions of the Board of Directors.

ARTICLE VII  
NAME AND ADDRESS OF INCORPORATOR

Sectin 1. The name of the Incorporator is:

Claudette Jones, President/CEO

Section 2. The address of the Incorporator is:

2601 NW 3rd Street, Pompano Beach, Fl 33069

ARTICLE VIII  
GENERAL PURPOSES

Section 1. The purpose(s) for which this corporation is formed is exclusively charitable, educational, and scientific and consists of the following:

A. To raise the economic, educational and social levels of the residents of the Broward County and target areas, including members of the minority community, who are substantially unemployed, under employed, or whose income is below federal poverty guidelines, to foster and to promote community-wide interest and concern for the problems of said residents to the end that:

1) educational and economic opportunities may be expanded;

2) sickness, poverty, crime, and environmental degradation may be lessened;

3) racial tensions, prejudice, and discrimination, economic, and otherwise, may be eliminated;

4) to expand the opportunities available to said residents and groups to own, manage, and to operate business enterprises in economically depressed areas; entrepreneurial and management skills necessary for the successful operation of business enterprises; and to assist said residents and groups in obtaining support from other sources; and

5) To include the organization in the creation of other group homes for women and other genders in the effort to be a support agency to society in the irradiation of its ills and in the resolution of its problems. In this respect, this organization plans to help in the developing and constructing of low to moderate income homes for those residents whose incomes represent 40% of the median income for the target areas, 45% of the median income for the target areas, 50% of the median income for the target areas, 60% of the median income for the target areas, and, in certain cases, 80% of the median income for the target areas, that the Board of Directors may approve.

ARTICLE IX  
NON-PROFIT PURPOSES ONLY

Section 1. The corporation is organized exclusively for charitable and educational purposes.

Section 2. The corporation is not organized nor shall be operated for the primary purpose of generating pecuniary gain or profit.

Section 3. The corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the corporation's charitable and educational purposes.

Section 4. The property, assets, profits and net income of the corporation are irrevocably dedicated to charitable and educational purposes, no part of which shall inure to the benefit of any individual.

ARTICLE X  
NON-POLITICAL ACTIVITY

Section 1. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation.

Section 2. The corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE XI  
TERM OF OFFICE

Section 1. The term of office for members of the Board of Directors shall be listed in the By-Laws to this corporation.

Section 2. The term of office for members of the Board of Directors can only be changed and/or otherwise altered by the action of the Board of Directors.

ARTICLE XII  
DISSOLUTION

Section 1. Upon winding up and dissolution of the corporation, the assets of the corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, to be used exclusively for charitable and educational purposes.

Section 2. If the corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the District in which the corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

#### ARTICLE XIII PRIVATE CORPORATION RESTRICTIONS

Section 1. In the event that this corporation shall become a "private foundation" within the meaning of section 509 of the Internal Revenue Code of 1954, the corporation shall distribute its income for each taxable year at such time and such manner as not to subject it to tax under section 4942 of the Internal Revenue Code.

Section 2. The Corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in section 4943(3) of the Internal Revenue Code.

Section 3. The Corporation shall not retain any excess business holdings as defined in section 4943(3) of the Internal Revenue Code.

Section 4. The corporation shall not make any investments in such manner as to subject it to tax under section 4944 of the Internal Revenue Code; and

Section 4. The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code.

#### ARTICLE XIV INDEMNIFICATION

Section 1. Any person (and the heirs, executors, and administrators of such person(s) made or threatened to be made a party of any action, suit or proceeding by reason of the fact that he or she is or was a Director or Officer of the corporation shall be indemnified by the corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him or her (or by his or her heirs, executors or administrators) in connection with the defense of settlement of such action, suit or proceeding, or in connection with appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding, that such Director or Officer is liable for negligence or misconduct in the performance of his or her duties.

Section 2. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.



ARTICLE XV  
POWERS

Section 1. The corporation is to have any and all powers to do any and all things necessary to expedite or carry out the purposes and objectives of this corporation and as may be determined by the Board of Directors and subject to the By-Laws and possess all rights, privileges and immunities to enjoy benefits granted corporations under the laws of the State of Florida provided that only such powers as are in the furtherance of tax exempt purposes of the Articles of Incorporation herein are contemplated.

Section 2. Reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes provided that, obligating those persons, associations, and corporations, as described in Section 503 of the Code.

Section 3. Notwithstanding any of the provisions of these Articles of Incorporation, the Corporation shall not have the power to exercise any part, not shall it directly or indirectly, engage in any activity that would prevent it from obtaining exemption from taxation or to lose exempt status as a corporation described, permitted and limited under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XVI  
MEMBERSHIP

Section 1. Membership of this corporation shall consist of those persons, associations, and corporations, pursuant to and as provided in the By-Laws.

Section 2. The names, addresses and residences of the persons who are to serve as members until otherwise provided for in the By-Laws are set forth in Article V of these Articles of Incorporation.

ARTICLE XVII  
BOARD OF DIRECTORS

Section 1. This corporation shall be operated and governed by a Board of Directors. The By-Laws may provide another name for the Board of Directors, and shall otherwise provide for the extent and limit of their powers, duties, and privileges, and further shall provide for the manner of appointment, qualifications, or election and other matters relating thereto, subject to the restrictions herein, including:

(a) The number of Directors may be provided for in the By-Laws but shall at all time be not less than four (4).

(b) Directors may only recommend, with the membership to determine, reasonable compensation for services rendered pursuant to these Articles of Incorporation and as set forth in the By-Laws.

Section 2. Each association, religious entity or corporation which has a seat reserved on the Board of Directors shall seat its leader or designee as provided for in the By-Laws. The names and addresses of the four Directors who are to serve until the first Annual Meeting or as otherwise provided for in the By-Laws are listed in Article IV of the By-Laws.

#### ARTICLE XVIII OFFICERS

Section 1. The Officers of this corporation shall consist of those persons with titles and positions as provided for in the By-Laws, and further, the By-Laws shall provide for the extent and limit of the powers, duties and responsibilities, their manner of qualification, election, manner of appointment, and other matters relating thereto.

Section 2. The names and places of residence of the persons who shall serve as officers until the first Annual Meeting or as otherwise provided for in the By-Laws are the same as those provided for in Article XXI of the Articles of Incorporation.

#### ARTICLE XIX ANNUAL MEETING

Section 1. Annual Meeting of the corporation shall be held as prescribed in the By-Laws to this corporation.

Section 2. The quorum for the deciding of the time and place for all Annual Meetings shall be pursuant to the actions of the Board of Directors as contained in the By-Laws.

#### ARTICLE XX LIMITATION OF CORPORATE POWERS

Section 1. The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless otherwise or as follows:

Section 2. Any person who is authorized to make any public statement, whether written or oral, purporting to represent the official policy, position, recommendation or opinion of the corporation, shall first make it clear that he or she is representing

The corporation. Thereafter, through the entire presentation, he or shall be confine his/her presentation only to those matters which have been properly approved by the corporation.

Section 3. He or she shall not, on this subject or any other, at the same time, present any statement(s) purporting to represent his or her own personal views.

ARTICLE XXI  
NAMES AND ADDRESSES OF OFFICERS

Section 1. The Officers of this corporation shall consist of the following:

1. Claudette Jones, President, CEO.  
2601 N. W. 3 Street  
Pompano Beach, Florida 33069
2. Judy C. Taylor, Vice President  
1609 N. W. 14 Avenue  
Ft. Lauderdale, Florida 33311
3. Paula Simmons, Secretary  
5232 N. W. 18 Street #1  
Ft. Lauderdale, Florida 33311
4. Derek A. Brown, Treasurer  
1575 Boston Avenue  
Bridgeport, Ct. 06610

THE UNDERSIGNED INCORPORATOR Has executed these Articles of Incorporation on this 31 day May 1997.

SIGNATURE OF INCORPORATOR:

Claudette Jones

CLAUDETTE L. JONES, PRESIDENT/CEO  
TYPED NAME OF INCORPORATOR  
SIGNING

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 6 7.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is Young Women of Choice Cultural  
Enrichment Center, Inc.
2. The name and address of the registered agent and office is:  
Joseph Franklin  
4100 NW Miami Avenue, Suite 103  
(P. O. BOX NOT ACCEPTABLE)  
Miami, Florida 33127  
(CITY/STATE ZIP)

SIGNATURE

TITLE

DATE

2/15/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 6 7.325, FLORIDA STATUTES.

SIGNATURE

DATE

2/15/98

FILED  
98 FEB 23 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA